

**SEC v. LIBERTY, ET AL.**  
**Case No.: 2:18-139-JBL**  
**INDEX TO EXHIBITS TO RULE 12(c) MOTION**

Exhibit No.	Description of Exhibit	Complaint Paragraph in Which Reference is Made to Exhibit or Implicates Entity, Transaction or Issue	Page(s) of Exhibit To Which Reference is Made in Rule 12(c) Motion
1.	Mozido Invesco LLC: Convertible Promissory Note, Note Purchase Agreement, and Guaranty of Michael Liberty	¶¶ 39-57	Use of Note Proceeds: 00013, 00018; Representations of Investor: 00016; Investor Due Diligence: 00017; No reliance: 00018; No other terms: 00022; Conversion Option: 00005-0006
2.	Mozido Investments, LLC: Convertible Promissory Note, Note Purchase Agreement, and Guaranty of Michael A. Liberty	¶¶, 30, 31, 33, 42, 45, 46(a), 49-50, 52, 62(a)-(c), 63(a)(c), 77(b)	Use of Note Proceeds: 00040, 00044; Representations of Investor: 00044; Investor Due Diligence: 00044; No reliance: 00044; No other terms: 00048; Conversion Option: 00032

3.	Brentwood Financial, LLC: Convertible Promissory Note, Note Purchase Agreement, and Guaranty of Michael A. Liberty	¶¶ 93-114	Use of Note Proceeds: 00066; Representations of Investor: 00069; Investor Due Diligence: 00071; No reliance: 00071; No other terms: 00075; Conversion Option: 00058-00059
4.	Brentwood Investments, LLC: Convertible Promissory Note, Note Purchase Agreement, and Guaranty of Michael A. Liberty	¶¶ 123-131	Use of Note Proceeds: 00096, 00101; Representations of Investor: 00099; Investor Due Diligence: 00101; No reliance: 00101; No other terms: 00105; Conversion Option: 00087-00088
5.	Mozido Invesco, LLC Offering Circular First Rescission Offer	¶¶ 58-63	New Counsel: 00121; Disclosure of Commissions 000121
6.	Mozido Invesco, LLC Offering Circular Second Rescission Offer	¶¶ 69-78	Marcus Not Securities Counsel; 00151; Securities Counsel identified: 00170
7.	Confidential Offering Memorandum Exchange Offer Mozido, LLC Class B Membership Units For Mozido Invesco, LLC Convertible Promissory Notes	¶¶ 86-92	SEC Investigation commences; 00212;

			<p>New Securities Counsel identified 00255;</p> <p>Disclaimer of reliance on counsel: 00253-00255</p>
8.	Marcus Clegg IOLTA Records Produced to S.E.C.	¶¶ 10, 48(a), 77(b), 108	<p>Calculation of Investor Money Received;</p> <p>Disbursed to Mozido 00268-00269</p> <p>IOLTA Records Produced to SEC: 00270-00431 (IOLTA records filed under seal)</p>
9.	Wellington Securities Purchase Agreement and Schedules	¶¶ 120-121	<p>Transfer of Assets, Issuance of Common Stock, Assumption of Liabilities Mozido, LLC/Mozido, Inc.: 00433;</p> <p>\$250 million Valuation of Mozido: 00433-00436; 00496-00500; 00518;</p> <p>Rights to Preferred Units Held by Liberty Affiliates: 00521;</p> <p>Identity of Legal Counsel for Parties: 00485-00486; 00502-00507</p>

10.	Asset Contribution Agreement and Bill of Sale, Mozido, LLC to Mozido, Inc. November 27, 2013	¶¶ 120-121	Transfer of assets of Mozido, LLC to Mozido, Inc. and consideration for same: <i>passim</i>
11.	Preferred Member Subscription Agreement By and Between BRTMDO Investments, LLC d/b/a Brentwood Investment, LLC And Noteholder	¶¶ 116-118	Disclaimer of reliance: 00735
12.	January 6, 2013 Emails Between George J. Marcus and Richard Braddock	¶¶ 116-118	Marcus retention of securities counsel to investigate allegations; found everything legal: 00742
13.	June 26, 2016 Philadelphia Inquirer Article Referring to February 11, 2016, Grand Jury Subpoena, and February 23, 2016 S.E.C. Subpoena to Philip Geier	¶ 130	SEC Subpoena: 00748
14.	April 8, 2016 S.E.C. Subpoena to Berry, Dunn, McNeil & Parker, LLC And Litigation Hold Memorandum	¶ 130	<i>Passim</i> 00749-00755
15.	Mozido LLC Amended and Restated Limited Liability Company Operating Agreement Dated as of August 27, 2010	¶¶ 41, 44, 49. 85(a)	No Restriction on Transfer of Preferred Units: 00775-00779;  Date of Adoption: 00758
16.	Amendment and Joinder Agreement Regarding Operating Agreement of Mozido Investments, LLC dated as of August 26, 2010 with Second Amendment to Schedule A, and Joinder Agreement Regarding Operating Agreement of Mozido Investments, LLC Dated as of December 31, 2011, And Amendment to	¶¶ 41, 44, 49. 85(a)	Cited in conjunction with Ex. 15

	Schedule A And Joinder Agreement Regarding Operating Agreement of Mozido Investments, LLC		
17.	June 7, 2010 S.E.C. Letter to Hon. Jan E. DuBois With Consent of Defendant Michael A. Liberty; Re: S.E.C v. Michael A. Liberty et. al.	¶ 50(f)	No admission of liability: 00848
18.	September 4, 2012 Email from George J. Marcus, Esq. to John Geismar, Esq. Re: Revised Note Purchase Agreement.	¶ 50(f)	<i>Passim</i> 00854-00855
19.	September 10, 2012 Email from George J. Marcus, Esq. to John Geismar, Esq. Re: Mozido and “Triple Liquidation Preference”.	¶ 107(d)	<i>Passim</i> 00856-00857
20.	Exhibit A to Settlement Agreement, Release and Covenant Not to Sue Re: <i>Tina A. Endicott et. al v. George Marcus et. al., Case No. 2:1-cv-00331-JDL</i>	¶¶ 99, 100, 103, 106, 107, 108, 109, 111(a)	<i>Passim</i> 00858-00861
21.	Series B Securities Purchase Agreement Dated October 14, 2014 Between Mozido, LLC, Mozido, Inc. and Wellington Investors	¶¶ 120-121	\$2.25 Billion Valuation of Mozido: 00863-00865; 00915; 00917;  Identity of Legal Counsel for Parties: 00905-00906
22.	George Marcus Tolling Agreement for Period November 27, 2017 – March 31, 2018	¶ 130	<i>Passim</i> 00918-00920